

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

ARISTA RECORDS LLC; ATLANTIC
RECORDING CORPORATION; ARISTA
MUSIC, fka BMG MUSIC; CAPITOL
RECORDS, LLC fka CAPITOL RECORDS,
INC.; ELEKTRA ENTERTAINMENT
GROUP INC.; INTERSCOPE RECORDS;
LAFACE RECORDS LLC; MOTOWN
RECORD COMPANY, L.P.; PRIORITY
RECORDS LLC; SONY MUSIC
ENTERTAINMENT, fka SONY BMG
MUSIC ENTERTAINMENT; UMG
RECORDINGS, INC.; VIRGIN RECORDS
AMERICA, INC.; and WARNER BROS.
RECORDS INC.,

Plaintiffs,

v.

LIME WIRE LLC; LIME GROUP LLC;
MARK GORTON; and M.J.G. LIME WIRE
FAMILY LIMITED PARTNERSHIP,

Defendants.

06 Civ. 05936 (KMW)
ECF CASE

**PLAINTIFFS' NOTICE OF MOTION AND
MOTION TO FILE CONFIDENTIAL MATERIAL UNDER SEAL**

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Date: March 1, 2011

NOTICE TO THE COURT, DEFENDANTS AND THEIR COUNSEL OF RECORD:

Plaintiffs hereby move this Court to place under seal, until further order of this Court, the following documents:

- Plaintiffs' Reply Memorandum of Law In Support Of Plaintiffs' Motion for Partial Summary Judgment Regarding Plaintiffs' Ownership or Control of the Works at Issue (unredacted, confidential version)
- Plaintiffs' Reply to Defendants' Responses To Rule 56.1 Statement In Support of Plaintiffs' Motion for Partial Summary Judgment Regarding Ownership (unredacted, confidential version)
- Exhibits 1 and 2 to the Reply Declaration of Alasdair McMullan
- Reply Declaration of JoAn Cho (unredacted, confidential version)

The above-referenced documents contain material that has been designated by Plaintiffs as Restricted Confidential-Outside Attorney's Eyes Only, pursuant to the Amended Stipulation and Protective Order (the "Amended Protective Order"), concerning information produced in discovery, a copy of which is on file with the Court (Dkt. 400). Exhibits 1 and 2 to the Reply Declaration of Alasdair McMullan define in detail the terms of Plaintiffs' ownership of particular works at issue. The Reply Declaration of JoAn Cho describes in detail the terms of the UMG Plaintiffs' intercompany licensing and marketing practices. Plaintiffs' Reply Memorandum of Law in Support of Plaintiffs' Motion for Partial Summary Judgment Regarding Plaintiffs' Ownership or Control of the Works at Issue and Plaintiffs' Reply to Defendants' Responses to Rule 56.1 Statement in Support of Plaintiffs' Motion for Partial Summary Judgment Regarding Ownership quote and/or refer to these materials as well as other confidential materials previously filed and maintained under seal in this action.

Under the Protective Order and by agreement of Plaintiffs, Plaintiffs cannot share such material even amongst each other, because to do so could cause competitive harm. Plaintiffs do not want the terms of each other's ownership to be shared amongst one another, because to do so would allow co-Plaintiffs in this action to potentially gain a competitive advantage based on knowledge of the inner workings of their competitors in their relationships with their affiliates and their recording artists. Releasing each companies' individual ownership details covering particular recording artists into the public record could also reveal the confidential business information of those recording artists.

For the foregoing reasons, Plaintiffs request that the unredacted documents and Exhibits 1 and 2 to the McMullan Declaration be filed under seal. Plaintiffs are simultaneously filing redacted versions of the above-referenced documents omitting only the confidential materials. Plaintiffs will include this Motion in the Letter Your Honor directed the parties to submit by March 11 collecting all of the requests for under seal treatment that have been filed since January 14.

Dated: March 1, 2011

Respectfully submitted

/s/ Melinda E. LeMoine

Melinda E. LeMoine

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